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COMBINED DECLARATION AND POWER OF ATTORNEY

**(ORIGINAL, DESIGN, NATIONAL STAGE OF PCT, SUPPLEMENTAL, DIVISIONAL,
CONTINUATION, OR C-I-P)**

As a below named inventor, I hereby declare that:

TYPE OF DECLARATION

This declaration is for an original application.

INVENTORSHIP IDENTIFICATION

My residence, post office address and citizenship are as stated below, next to my name. I believe that I am an original, first and joint inventor of the subject matter that is claimed, and for which a patent is sought on the invention entitled:

TITLE OF INVENTION

SPEECH PROCESSOR APPARATUS AND SYSTEM

SPECIFICATION IDENTIFICATION

The specification was filed on May 11, 2001, as Serial No. 09/854,137.

ACKNOWLEDGMENT OF REVIEW OF PAPERS AND DUTY OF CANDOR

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information, which is material to patentability as defined in 37, Code of Federal Regulations, Section 1.56, and which is material to the examination of this application, namely, information where there is a substantial likelihood that a reasonable Examiner would consider it important in deciding whether to allow the application to issue as a patent.

CLAIM FOR BENEFIT OF PRIOR U.S. PROVISIONAL APPLICATION(S)

(35 U.S.C. Section 119(e))

I hereby claim the benefit under Title 35, United States Code, Section 119(e) of any United States provisional application(s) listed below:

PROVISIONAL APPLICATION NUMBER

60/203,548

FILING DATE

May 12, 2000

POWER OF ATTORNEY

I hereby appoint the following practitioner(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

APPOINTED PRACTITIONER(S)	REGISTRATION NUMBER(S)
Jay Sandvos	43,900
Bruce D. Sunstein	27,234
Robert M. Asher	30,445
Timothy M. Murphy	33,198
Steven G. Saunders	36,265
Harriet M. Strimpel	37,008
Karen A. Buchanan	37,790
Samuel J. Petuchowski	37,910
Jeffrey T. Klayman	39,250
John J. Stickevers	39,387
Elizabeth P. Morano	42,904
Jean M. Tibbetts	43,193
Sonia K. Guterman	44,729
Keith J. Wood	45,235
Yang Xu	45,243
Alton Hornsby, III	47,299
Alexander J. Smolenski	47,953

I hereby appoint the practitioner(s) associated with the Customer Number provided below to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

SEND CORRESPONDENCE TO

DIRECT TELEPHONE CALLS TO:

Elizabeth P. Morano
617-443-9292

Elizabeth P. Morano
BROMBERG & SUNSTEIN LLP
125 Summer Street
Boston, MA 02110
USA

Customer Number 002101

DECLARATION

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

SIGNATURE(S)

Lauren L'Esperance

Inventor's signature

Date

6/11/01

Country of Citizenship US

Residence

Arlington, MA

Post Office Address

14 Cornell Street, Arlington, MA 02474

Alan Schell

Inventor's signature

Date

6/11/01

Country of Citizenship US

Residence

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Post Office Address

2 Kerry Lane, Hopkinton, MA 01748

01585/00A25 158658.1pb



Practitioner's Docket No. 1585/A25

PATENT

Seabroff

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of: L'Esperance, Lauren; Schell, Alan
Application No.: 09/854,137 Group No.:
Filed: May 11, 2001 Examiner:
For: SPEECH PROCESSOR APPARATUS AND SYSTEM

Box Missing Part
Commissioner for Patents
Washington, D.C. 20231

COMPLETION OF FILING REQUIREMENTS
-- NONPROVISIONAL APPLICATION

I. This replies to the Notice to File Missing Parts of Application (PTO-1533) mailed August 7, 2001.

A copy of the Notice to File Missing Parts of Application--Filing Date Granted (Form PTO-1533) is enclosed.

DECLARATION OR OATH

II. The declaration or oath that was filed was determined to be defective. A new original oath or declaration is attached.

CERTIFICATE OF MAILING/TRANSMISSION (37 C.F.R. SECTION 1.8(a))

I hereby certify that this correspondence is, on the date shown below, being:

MAILING

[x] deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to the Commissioner for Patents, Washington, D.C. 20231.

FACSIMILE

[] transmitted by facsimile to the Patent and Trademark Office at (703) ____ - ____.

Date: 10/4/01

Signature

Elizabeth P. Morano
(type or print name of person certifying)

COMPLETION FEES

III.

1. Filing Fee

Original patent application (37 C.F.R. Section 1.16(a))	\$740.00
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2. Fees for Claims

Each independent claim in excess of 3 (37 C.F.R. Section 1.16(b))	\$336.00
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Each claim in excess of 20 (37 C.F.R. Section 1.16(c))	\$594.00
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3. Surcharge Fees

Late payment of filing fee and/or late filing of original declaration or oath (37 C.F.R. Section 1.16(e))	\$130.00
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4. Assignment (See "ASSIGNMENT COVER SHEET")	\$40.00
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Total Completion Fees	\$1,840.00
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EXTENSION OF TIME

IV. The proceedings herein are for a patent application, and the provisions of 37 C.F.R. Section 1.136(a) apply.

Applicant believes that no extension of term is required. However, this conditional petition is being made to provide for the possibility that applicant has inadvertently overlooked the need for a petition and fee for extension of time.

TOTAL FEE DUE

V. The total fee due is:

Completion fees	\$1,840.00
Extension fee (if any)	\$0.00
Total Fee Due	\$1,840.00

PAYMENT OF FEES

VI. Enclosed is a check in the amount of 1,840.00.

Please charge Account No. 19-4972 for any fees that may be due by this paper.

AUTHORIZATION TO CHARGE ADDITIONAL FEES

VII. The Commissioner is hereby authorized to charge the following additional fees that may be required by this paper and during the pendency of this application to Account No. 19-4972.

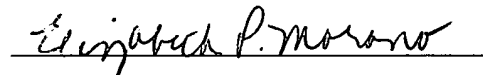
37 C.F.R. Section 1.16(a), (f) or (g) (filing fees)

37 C.F.R. Section 1.16(b), (c) and (d) (presentation of extra claims) 37 C.F.R. Section 1.16(e) (surcharge for filing the basic filing fee and/or declaration on a date later than the filing date of the application)

37 C.F.R. Section 1.17(a)(1)-(5) (extension fees pursuant to Section 1.136(a))

37 C.F.R. Section 1.17 (application processing fees)

Date: 10/4/01



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